

STATE MS.-DE SOTO CO.
FILED

JUL 13 10 26 AM '99

BK 355 PG 537
W.E. DAVIS CLK.

This instrument prepared by and return to:
 Fearnley & Califf, PLLC
 6389 Quail Hollow Rd. Suite 202
 Memphis, Tennessee 38120
 (901) 767-6200

**COUNTERPART
WARRANTY DEED**

THIS INDENTURE made and entered into this 30th day of June, 1999, by and between Martha Smith Strang, H. Wilson Smith, Jr., Amy Smith Griffin and Harold Wilson Smith, Executor and Trustee with power of sale under the will of Martha Haynie Smith of record in Will Book 64, Page 123, public records of DeSoto County, Mississippi (the "Grantors") and SHELBY DEVELOPMENT COMPANY, INC. (the "Grantee").

WITNESS: That for and in consideration of ten and no/100 Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, said Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm to SHELBY DEVELOPMENT COMPANY, INC. the following described real estate, situated and being in the DeSoto County, Mississippi, to wit:

A 28.68, more or less, acre tract of land being located in the southwest quarter of Section 29, Township 1 South, Range 5 West, DeSoto County, Mississippi, and being more particularly described as follows: Beginning at the southwest corner of Section 29, Township 1 South, Range 5 West; thence South 90 degrees 00 minutes 00 seconds East, 911.12 feet to a point; thence North 00 degrees 00 minutes 00 seconds West, 103.24 feet to an iron pin (set); said point being the true point of beginning for the herein described tract; thence North 05 degrees 18 minutes 32 seconds West, 1439.92 feet to a fence rail (found); thence North 88 degrees 33 minutes 30 seconds East, 906.40 feet to an iron pin (found); thence South 02 degrees 42 minutes 43 seconds East, 1418.22 feet to an iron pin (set); thence South 85 degrees 07 minutes 28 seconds West, 842.52 feet to the point of beginning.

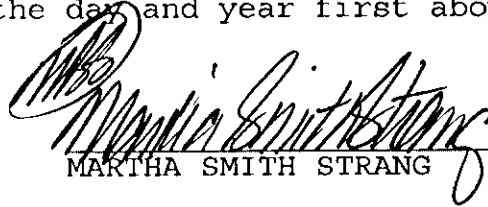
Being the same property conveyed to Martha Smith Strang, H. Wilson Smith, Jr., Amy Smith Griffin and Harold Wilson Smith, Executor and Trustee with power of sale under the will of Martha Haynie Smith of record in Will Book 64, Page 123, public records of DeSoto County, Mississippi.

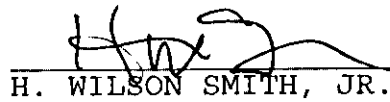
TO HAVE AND TO HOLD the aforesaid real estate, together with all of the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, their heirs, successors, and assigns in fee simple forever.

Said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforescribed real estate; that it has a good right to sell and convey the same; that same is unencumbered, except for: 1999 DeSoto County real property taxes, which are not yet due and payable; Transmission Line at Book 216, Page 680, Book 216, Page 683, Book 216, Page 685, and Book 216, Page 687, all being of record in the Register's Office of DeSoto County, Mississippi; and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons.

The word "party" as used herein shall mean "parties" if it refers to more than one person or entity, and pronouns shall be construed according to their proper gender and number according to the context hereof.

IN WITNESS WHEREOF, party of the first part has caused this instrument to be executed the day and year first above written.


 MARTHA SMITH STRANG

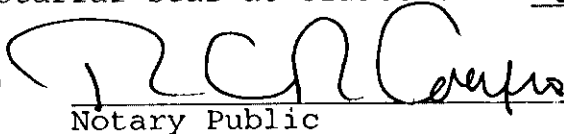

 H. WILSON SMITH, JR.

State of Florida
 County of Polk


Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared MARTHA SMITH STRANG to me known to be the person described in and who executed the foregoing instrument, and acknowledged that she executed the same as her free act and deed.

Witness my hand and Notarial Seal at office this 29th day of JUNE, 1999.

FL. D.C. # S365557506410


 Notary Public

My Commission Expires: _____

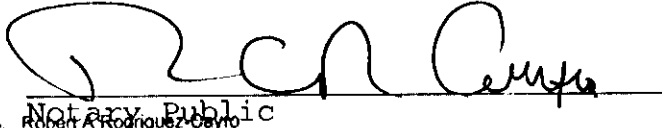
 Robert A. Rodriguez-Cayro
 My Commission CC783281
 Expires October 15, 2002

State of Florida
 County of Polk

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared H. WILSON SMITH, JR. to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

Witness my hand and Notarial Seal at office this 29th day of JUNE, 1999.

FL. D.C. # S530359520550


 Notary Public

My Commission Expires: _____

 Robert A. Rodriguez-Cayro
 My Commission CC783281
 Expires October 15, 2002

Property Address:

28 Acres of the Southwest
 Quarter of Section 29, Township 1 South,
 Range 5 West, DeSoto County, MS

Grantor's Address:

Martha Smith Strang
 942 Heron Circle West
 Winterhaven, FL
 H 941-324-7945
 W 941-967-8511

H. Wilson Smith, Jr.
 942 Heron Circle West
 Winterhaven, FL
 H 941-324-0121
 W 941-324-0121

Grantee's Address:

Shelby Development Company
 6120 Macon Road
 Memphis, TN 38134
 H (901) N/A
 W (901) 377-1006

This instrument prepared by and return to:
 Fearnley & Califf, PLLC
 6389 Quail Hollow Rd. Suite 202
 Memphis, Tennessee 38120
 (901) 767-6200

**COUNTERPART
WARRANTY DEED**

THIS INDENTURE made and entered into this 30th day of June, 1999, by and between Martha Smith Strang, H. Wilson Smith, Jr., Amy Smith Griffin and Harold Wilson Smith, Executor and Trustee with power of sale under the will of Martha Haynie Smith of record in Will Book 64, Page 123, public records of DeSoto County, Mississippi (the "Grantor") and SHELBY DEVELOPMENT COMPANY, INC. (the "Grantee").

WITNESS: That for and in consideration of ten and no/100 Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, said Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm to SHELBY DEVELOPMENT COMPANY, INC. the following described real estate, situated and being in the DeSoto County, Mississippi, to wit:

A 28.68, more or less, acre tract of land being located in the southwest quarter of Section 29, Township 1 South, Range 5 West, DeSoto County, Mississippi, and being more particularly described as follows: Beginning at the southwest corner of Section 29, Township 1 South, Range 5 West; thence South 90 degrees 00 minutes 00 seconds East, 911.12 feet to a point; thence North 00 degrees 00 minutes 00 seconds West, 103.24 feet to an iron pin (set); said point being the true point of beginning for the herein described tract; thence North 05 degrees 18 minutes 32 seconds West, 1439.92 feet to a fence rail (found); thence North 88 degrees 33 minutes 30 seconds East, 906.40 feet to an iron pin (found); thence South 02 degrees 42 minutes 43 seconds East, 1418.22 feet to an iron pin (set); thence South 85 degrees 07 minutes 28 seconds West, 842.52 feet to the point of beginning.

Being the same property conveyed to Martha Smith Strang, H. Wilson Smith, Jr., Amy Smith Griffin and Harold Wilson Smith, Executor and Trustee with power of sale under the will of Martha Haynie Smith of record in Will Book 64, Page 123, public records of DeSoto County, Mississippi.

TO HAVE AND TO HOLD the aforesaid real estate, together with all of the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, their heirs, successors, and assigns in fee simple forever.

Said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforescribed real estate; that it has a good right to sell and convey the same; that same is unencumbered, except for: 1999 DeSoto County real property taxes, which are not yet due and payable; Transmission Line at Book 216, Page 680, Book 216, Page 683, Book 216, Page 685, and Book 216, Page 687, all being of record in the Register's Office of DeSoto County, Mississippi; and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons.

The word "party" as used herein shall mean "parties" if it refers to more than one person or entity, and pronouns shall be construed according to their proper gender and number according to the context hereof.

IN WITNESS WHEREOF, party of the first part has caused this instrument to be executed the day and year first above written.

Amy Smith Griffin
AMY SMITH GRIFFIN

State of Alabama
County of Tuscaloosa

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared AMY SMITH GRIFFIN to me known to be the person described in and who executed the foregoing instrument, and acknowledged that she executed the same as her free act and deed.

Witness my hand and Notarial Seal at office this 30th day of June, 1999.

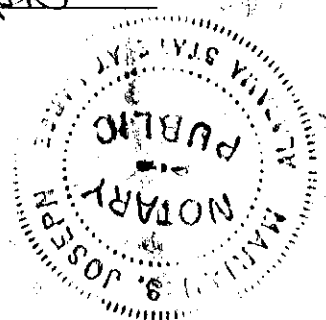
Joseph S. Joseph
Notary Public

My Commission Expires: My Commission Expires Aug. 26, 2001

Property Address:
28 Acres of the Southwest
Quarter of Section 29, Township 1 South,
Range 5 West, DeSoto County, MS

Grantor's Address:
Amy Smith Griffin
15183 Four Winds Road
Northport, AL 35476
H (205) 339-6170
W (205) 759-7298

Grantee's Address:
Shelby Development Company
6120 Macon Road
Memphis, TN 38134
H (901) N/A
W (901) 377-1006



This instrument prepared by and return to:
 Fearnley & Califf, PLLC
 6389 Quail Hollow Rd. Suite 202
 Memphis, Tennessee 38120
 (901) 767-6200

**COUNTERPART
WARRANTY DEED**

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IN WITNESS WHEREOF, party of the first part has caused this instrument to be executed the day and year first above written.

Harold Wilson Smith
HAROLD WILSON SMITH

State of ALABAMA
County of MORGAN

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared HAROLD WILSON SMITH to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

Witness my hand and Notarial Seal at office this
of JUNE, 1999.

[Signature]
Notary Public

My Commission Expires: JUNE 18, 2002

Property Address:
28 Acres of the Southwest
Quarter of Section 29, Township 1 South,
Range 5 West, DeSoto County, MS

Grantor's Address:
Harold Wilson Smith
1030 Sherman Street S.E.
Decatur, AL 35601
H256-353-0947
W NONE

Grantee's Address:
Shelby Development Company
6120 Macon Road
Memphis, TN 38134
H (901) N/A
W (901) 377-1006